



SpencerFane®

Federal I.D. # 44-0561981

Unsecured Creditors' Committee--PVHC
c/o Randy Royal
Randy L. Royal, P.C.
524 5th Avenue South
Greybull, WY 82426-2322

INVOICE NO.: 572575
INVOICE DATE: 11/21/2016
CLIENT NO.: 5025280
BILL ID: 0275

BILLING SUMMARY

CURRENT INVOICE

Total Legal Fees	19,565.00
Less 10% Courtesy Discount	(1,956.50)
Total Disbursements	0.00
Current Total	17,608.50
Outstanding Invoices as of 11/21/2016	117,946.31
TOTAL DUE	135,554.81

Please remit to:
SPENCER FANE LLP
P.O. BOX 872037
KANSAS CITY, MO 64187-2037
Phone 816.474.8100 | Fax 816.474.3216

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OUTSTANDING INVOICES

<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Matter Number</u>	<u>Matter Description</u>	<u>Original Amount</u>	<u>Payments</u>	<u>Balance Due</u>
569731	11/02/2016	5025280-0001	Case Administration	3,786.50	(0.00)	3,786.50
569731	11/02/2016	5025280-0008	Claims Administration and Objections	7,588.75	(0.00)	7,588.75
569731	11/02/2016	5025280-0014	Litigation; Contested Matters and Adversary Proceedings	1,371.00	(0.00)	1,371.00
569731	11/02/2016	5025280-0019	D&O Policy	1,256.25	(0.00)	1,256.25
				Invoice Total		14,002.50
569732	11/02/2016	5025280-0001	Case Administration	15,520.00	(0.00)	15,520.00
569732	11/02/2016	5025280-0002	Asset Analysis and Recovery	152.50	(0.00)	152.50
569732	11/02/2016	5025280-0008	Claims Administration and Objections	960.00	(0.00)	960.00
569732	11/02/2016	5025280-0011	Employment and Fee Applications	0.00	(0.00)	0.00
569732	11/02/2016	5025280-0013	Financing and Cash Collateral	0.00	(0.00)	0.00
569732	11/02/2016	5025280-0014	Litigation; Contested Matters and Adversary Proceedings	7,359.30	(0.00)	7,359.30
569732	11/02/2016	5025280-0018	Plan and Disclosure Statement	1,253.75	(0.00)	1,253.75
569732	11/02/2016	5025280-0019	D&O Policy	0.00	(0.00)	0.00
				Invoice Total		25,245.55
569733	11/02/2016	5025280-0001	Case Administration	13,223.01	(0.00)	13,223.01
569733	11/02/2016	5025280-0002	Asset Analysis and Recovery	1,464.00	(0.00)	1,464.00
569733	11/02/2016	5025280-0004	Assumption and Rejection of Leases and Contracts	722.50	(0.00)	722.50
569733	11/02/2016	5025280-0014	Litigation; Contested Matters and Adversary Proceedings	1,500.25	(0.00)	1,500.25
569733	11/02/2016	5025280-0015	Meetings and Communications with Creditors and Committee	1,296.25	(0.00)	1,296.25
569733	11/02/2016	5025280-0018	Plan and Disclosure Statement	16,192.50	(0.00)	16,192.50
569733	11/02/2016	5025280-0019	D&O Policy	0.00	(0.00)	0.00

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<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Matter Number</u>	<u>Matter Description</u>	<u>Original Amount</u>	<u>Payments</u>	<u>Balance Due</u>
				Invoice Total		34,398.51
569753	11/02/2016	5025280-0001	Case Administration	18,835.25	(0.00)	18,835.25
569753	11/02/2016	5025280-0002	Asset Analysis and Recovery	976.00	(0.00)	976.00
569753	11/02/2016	5025280-0004	Assumption and Rejection of Leases and Contracts	8,109.25	(0.00)	8,109.25
569753	11/02/2016	5025280-0007	Business Operations	427.00	(0.00)	427.00
569753	11/02/2016	5025280-0011	Employment and Fee Applications	213.50	(0.00)	213.50
569753	11/02/2016	5025280-0012	Objections to Employment and Fee Applications	1,525.00	(0.00)	1,525.00
569753	11/02/2016	5025280-0013	Financing and Cash Collateral	671.00	(0.00)	671.00
569753	11/02/2016	5025280-0014	Litigation; Contested Matters and Adversary Proceedings	30.50	(0.00)	30.50
569753	11/02/2016	5025280-0015	Meetings and Communications with Creditors and Committee	212.50	(0.00)	212.50
569753	11/02/2016	5025280-0018	Plan and Disclosure Statement	13,299.75	(0.00)	13,299.75
				Invoice Total		44,299.75
				Outstanding Total		117,946.31

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SUMMARY OF INVOICE

FOR PERIOD ENDED 10/31/2016
(SEE DETAIL ATTACHED)

<u>Matter Number</u>	<u>Matter Description</u>	<u>Fees</u>	<u>Discount</u>	<u>Costs</u>	<u>Total</u>
5025280-0001	Case Administration	14,545.00	(1,454.50)	0.00	13,090.50
5025280-0002	Asset Analysis and Recovery	549.00	(54.90)	0.00	494.10
5025280-0011	Employment and Fee Applications	1,281.00	(128.10)	0.00	1,152.90
5025280-0014	Litigation; Contested Matters and Adversary Proceedings	2,597.00	(259.70)	0.00	2,337.30
5025280-0015	Meetings and Communications with Creditors and Committee	488.00	(48.80)	0.00	439.20
5025280-0018	Plan and Disclosure Statement	105.00	(10.50)	0.00	94.50
Invoice Total					17,608.50

Trust Balance	0.00
Other Unapplied Payments	0.00

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Re: File 5025280-0001 Case Administration

Invoice for period ended 10/31/2016

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
10/1/2016	PAP	Review email and attachments to UCC and tort lawyers regarding employment of counsel for Declaratory Judgment action, etc.	0.40	164.00
10/1/2016	PAP	Review email and attachments to attorney for HTMS regarding settlement and status.	0.10	41.00
10/2/2016	JNC	Review proposed changes to NDA; E-mail regarding impact of 1102(b)(3).	0.20	61.00
10/3/2016	LFW	Research the docket activity and history of the motion to expand stay and insurance proceeds activity - locate all items continuing and/or requesting continuances regarding same - prepare a copy of last request by Mr. Royal and communicate with Mr. Goldstein regarding options (.8); review for deadlines and hearing dates, update attorney calendars for rescheduling cure amounts regarding assume/reject (.3)	1.10	165.00
10/3/2016	JNC	Conference regarding NDA; E-mailing with Mr. Hunsiker regarding same.	0.20	61.00
10/3/2016	PAP	Review emails with NDA and conference regarding Section 1102.	0.10	41.00
10/3/2016	PAP	Call with Mr. Smiley regarding status of HTMS.	0.10	41.00
10/3/2016	PAP	Email to Royal regarding summary of call with Mr. Smiley.	0.20	82.00
10/3/2016	PAP	Review draft of an application to employ FA and call regarding suggested changes.	0.40	164.00
10/3/2016	PAP	Review and calendar order setting hearing on motion to assume leases with District.	0.10	NO CHARGE
10/3/2016	PAP	Conference regarding upcoming conference call with attorneys.	0.10	41.00
10/3/2016	PAP	Review emails regarding upcoming conference call with attorneys.	0.10	41.00
10/3/2016	PAP	Exchange emails regarding HTMS's participation in upcoming hearing.	0.20	82.00
10/3/2016	PAP	Prepare for conference call with Committee and counsel.	0.50	205.00
10/3/2016	PAP	Conference call with Committee and counsel.	1.60	656.00
10/3/2016	PAP	Follow-up call regarding next steps.	0.60	246.00
10/3/2016	SJG	Telephone conferences concerning declaratory judgment action.	1.75	743.75

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10/4/2016	PAP	Email to Mr. Smiley regarding attendance by phone at tomorrow's hearing on the UCC's comment on remand cases.	0.10	41.00
10/4/2016	PAP	Conference call regarding yesterday's call and steps going forward.	0.90	369.00
10/4/2016	LFW	Research status of docket activity -update attorney calendars with Plan and acceptance of the Plan deadlines.	0.30	45.00
10/4/2016	SJG	Telephone calls from creditors.	0.65	276.25
10/5/2016	PAP	Conference regarding strategy on employment and compensation of special counsel (for Declaratory Judgment action) and financial analyst, and regarding dismissal motion.	0.30	123.00
10/5/2016	PAP	Email regarding analysis of Spencer firm's email.	0.20	82.00
10/6/2016	PAP	Exchange emails with Mr. Rhodes regarding entries of appearance in removal cases.	0.10	NO CHARGE
10/6/2016	SJG	Telephone calls to and from creditors with respect to status of case.	0.40	170.00
10/6/2016	JNC	E-mailing with Mr. Royal regarding NDA; Review Debtor's monthly financials.	0.20	61.00
10/7/2016	JNC	Review e-mails regarding motion to dismiss.	0.10	30.50
10/7/2016	PAP	Email regarding draft email to Mr. Smiley regarding moving forward.	0.30	123.00
10/10/2016	SJG	Look at issues concerning intervention under 1103 and 1109.	1.55	658.75
10/12/2016	JNC	E-mailing with Mr. Hunsiker regarding NDA issues.	0.10	30.50
10/12/2016	PAP	Review emails regarding NDA, disclosures by Debtor, and dismissal of the case.	0.20	82.00
10/13/2016	SJG	Conferences and meetings with committee concerning declaratory judgment action.	2.10	892.50
10/14/2016	SJG	Conferences and meetings with client concerning declaratory judgment action.	2.15	913.75
10/14/2016	JNC	Review e-mails regarding litigator interviews; Draft e-mail to Mr. Hunsiker regarding Committee bills for past months; Review documents from Mr. Hunsiker.	0.60	183.00
10/15/2016	SJG	Follow-up issues with respect to discussions with Committee concerning counsel for declaratory judgment action.	2.35	998.75

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10/16/2016	SJG	Telephone calls and review issues with respect to declaratory judgment action.	0.50	212.50
10/17/2016	SJG	Meetings and interviews with respect to potential counsel to handle declaratory judgment action and issues concerning case; interviews involved various potential law firms for counsel for declaratory judgment action.	7.00	2,975.00
10/18/2016	SJG	Review issues with respect to follow-up matters regarding interviews with declaratory judgment action potential counsel.	1.65	701.25
10/18/2016	PAP	Call regarding status of case.	0.20	82.00
10/19/2016	SJG	Review issues with respect to declaratory judgment matters and with respect to potential motion to dismiss.	0.60	255.00
10/20/2016	SJG	Telephone calls and review issues concerning potential meetings with debtor and others concerning resolution of case.	0.75	318.75
10/24/2016	SJG	Telephone calls with representatives of Committee concerning status and concerning potential meeting with debtor and others before filing motion to dismiss.	1.60	680.00
10/25/2016	SJG	Work on issues with respect to arranging meeting in Denver.	1.75	743.75
10/25/2016	LFW	Research the core proceeding docket of case activity and the 16 Adversary Cases for entry of deadlines and hearing dates - update working files and attorney calendars with info regarding Notices of Removal and Abstention/Remands.	1.10	165.00
10/26/2016	PAP	Conference regarding status of motion to dismiss claims against District and HTMS, document productions, and settlement.	0.20	82.00
10/26/2016	PAP	Review memorandum on alter ego.	0.50	205.00
10/27/2016	LFW	Follow up on case docket activity for core proceeding and declaratory judgment adversary proceeding - update calendars.	0.30	45.00
10/28/2016	LFW	Research case docket activity in the core proceeding and the Declaratory Judgment adversary suit - prepare a summary and copies of the activity for the week of 10/21 for Mr. Goldstein's review - update working files.	1.10	165.00

Less 10% Courtesy Discount

(1,454.50)

Total Services

13,090.50

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TOTAL FOR FILE 5025280-0001

13,090.50

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Re: File 5025280-0002 Asset Analysis and Recovery

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FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
10/3/2016	JNC	Review information from HTMS regarding potential settlement.	0.10	30.50
10/5/2016	JNC	Conference regarding motion to dismiss.	0.50	152.50
10/6/2016	JNC	Review memo with analysis as to whether Debtor is an instrumentality of the District or not.	0.20	61.00
10/18/2016	JNC	Conference regarding veil piercing issue.	0.10	30.50
10/18/2016	JNC	E-mail with Mr. Hunsiker regarding requests for documentation.	0.10	30.50
10/20/2016	JNC	Review e-mails regarding potential plan terms and dec action litigation.	0.20	61.00
10/26/2016	JNC	Review information and documents from Mr. Hunsiker.	0.30	91.50
10/26/2016	JNC	Conference with counsel regarding status.	0.20	61.00
10/27/2016	JNC	Review veil piercing memo.	0.10	30.50

Less 10% Courtesy Discount (54.90)

Total Services 494.10

TOTAL FOR FILE 5025280-0002 494.10

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Re: File 5025280-0011 Employment and Fee Applications

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FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
10/3/2016	JNC	Draft application to employ EisnerAmper.	2.20	671.00
10/3/2016	JNC	Edit and revise application to employ EisnerAmper.	0.10	30.50
10/5/2016	JNC	Draft proposed order granting application to employ EisnerAmper; E-mailing with Mr. Buck regarding application; E-mail regarding application; Edit and revise application.	0.40	122.00
10/11/2016	JNC	Edit and revise application to employ EisnerAmper in light of Mr. Buck's comments; E-mailing with Mr. Buck regarding same; E-mail regarding same.	0.30	91.50
10/14/2016	JNC	Finalize EisnerAmper fee application; Draft e-mail to Mr. Hunsiker and Mr. Royal conferring regarding same.	0.30	91.50
10/17/2016	JNC	Telephone call regarding EisnerAmper application.	0.10	30.50
10/18/2016	JNC	E-mailing with Mr. Buck regarding final version of application to employ EisnerAmper.	0.10	30.50
10/23/2016	JNC	Edit and revise application to employ EisnerAmper; E-mailing with Mr. Buck regarding same.	0.20	61.00
10/24/2016	JNC	Finalize application to employ EisnerAmper for filing.	0.20	61.00
10/26/2016	JNC	Edit and revise monthly billing summarizes for submission to all counsel.	0.30	91.50

Less 10% Courtesy Discount (128.10)

Total Services 1,152.90

TOTAL FOR FILE 5025280-0011 1,152.90

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Re: File 5025280-0014 Litigation; Contested Matters and Adversary Proceedings

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<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
10/19/2016	JFH	Conference, review and analysis of Memorandum to counsel for Powell Valley Hospital regarding potential settlement in preparation for analysis of potential veil piercing and alter ego claims.	0.60	147.00
10/25/2016	JFH	Review and legal analysis of Wyoming and secondary authorities regarding whether a party may pierce the veil of a non-profit in Wyoming and whether the alter ego doctrine applies.	3.00	735.00
10/26/2016	JFH	Review and legal analysis of additional Wyoming, nationwide, and secondary authorities regarding issue related to whether in Wyoming a party may pierce the veil of a non-profit and hold a governmental entity that created the non-profit liable for the acts of the non-profit and whether the alter ego doctrine applies in that context.	6.30	1,543.50
10/27/2016	JFH	Prepare analysis of potential veil piercing and alter ego arguments, specifically whether under Wyoming law a party can do so when a non-profit was created and run by a governmental entity.	0.70	171.50

Less 10% Courtesy Discount (259.70)

Total Services 2,337.30

TOTAL FOR FILE 5025280-0014 2,337.30

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Re: File 5025280-0015

Meetings and Communications with Creditors and Committee

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<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
10/2/2016	JNC	Review various e-mails regarding agenda for call with committee.	0.10	30.50
10/3/2016	JNC	Phone call with committee.	1.50	457.50
<i>Less 10% Courtesy Discount</i>				(48.80)

Total Services

439.20

TOTAL FOR FILE 5025280-0015

439.20

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Re: File 5025280-0018 Plan and Disclosure Statement

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FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
10/4/2016	LFW	Review rules regarding Plan and acceptance of Plan deadlines (.5); review order vacating status conference for 10/5 - update calendar (.2)	0.70	105.00

Less 10% Courtesy Discount (10.50)

Total Services

94.50

TOTAL FOR FILE 5025280-0018

94.50

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TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Original</u> <u>Rate</u>	<u>Hours</u>	<u>Original Fees</u>	<u>Discount</u>	<u>Actual</u> <u>Rate</u>	<u>Actual Fees</u>	<u>Standard</u> <u>Rate</u>
Scott J. Goldstein	425.00	24.80	10,540.00	10.00%	382.50	9,486.00	500.00
Philip A. Pearlman	410.00	7.30	2,993.00	10.00%	369.00	2,693.70	410.00
Jamie N. Cotter	305.00	9.00	2,745.00	10.00%	274.50	2,470.50	305.00
Jacob F. Hollars	245.00	10.60	2,597.00	10.00%	220.50	2,337.30	245.00
Lisa F. Wright	150.00	4.60	690.00	10.00%	135.00	621.00	210.00
Totals		56.30	19,565.00			17,608.50	